

EXHIBIT C

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:) Chapter 11
)
DELPHI CORPORATION, *et al.*,) Case No. 05-44481 (RDD)
) (Jointly Administered)
Debtors.)
) Objection Deadline: October 15, 2007

**STATEMENT OF MONTHLY INTERIM
COMPENSATION AND EXPENSES**

To: The Notice Parties as defined in the Order under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals

Name of Applicant: Jones Lang LaSalle Americas, Inc.

Authorized to Provide Professional Services to: Delphi Corporation, *et al.*

Date of retention: Retention: December 1, 2005
(retroactive to November 3, 2005)

Period for which compensation and expense August 1, 2007 through August 31, 2007
reimbursement is sought:

Amount of compensation and expense \$19,871.26
reimbursement sought for period:

Summary of Monthly Fee and Expense Statements:

		REQUESTED		PAID ¹	
Date Served	Period Covered	Fees	Expenses	Fees	Expenses
12/14/05	11/01/05 – 11/31/05	\$44,948.34	-0-	\$25,393.12	-0-
12/14/05	12/01/05 – 12/31/05	\$52,827.75	-0-	\$52,827.75	-0-
02/28/06	01/01/06 – 01/31/06	\$52,827.75	-0-	\$44,070.53	-0-
03/31/06	02/01/06 – 02/28/06	\$54,327.75	\$2,314.64	\$41,653.87	\$2,314.64
04/28/06	03/01/06 – 03/31/06	\$54,327.75	\$1,670.77	\$43,462.20	\$1,670.77
05/31/06	04/01/06 – 04/31/06	\$57,327.75	\$282.42	\$45,862.20	\$252.45

¹ These amounts reflect monthly interim payments and do not reflect payments made pursuant to periodic interim fee applications submitted by the Applicant.

		REQUESTED		PAID ¹	
Date Served	Period Covered	Fees	Expenses	Fees	Expenses
06/30/06	05/01/06 – 05/31/06	\$60,615.11	\$295.37	\$54,553.60	\$295.37
07/28/06	06/01/06 – 06/31/06	\$51,573.44	-0-	\$41,258.75	-0-
08/31/06	07/01/06 – 07/31/06	\$63,198.44	-0-	\$50,558.75	-0-
09/29/06	08/01/06 – 08/31/06	\$63,198.44	-0-	\$63,198.44	-0-
10/31/06	09/01/06 – 09/30/06	\$63,243.26	-0-	\$37,954.92	-0-
11/30/06	10/01/06 – 10/31/06	\$63,243.26	-0-	\$50,594.61	-0-
12/29/06	11/01/06 – 11/30/06	\$63,243.26	-0-	\$50,594.61	-0-
01/31/07	12/01/06 – 12/31/06	\$63,243.26	\$740.04	\$50,594.61	\$740.04
2/28/07	01/01/07 – 01/31/07	\$65,404.37 ²	-0-	\$50,594.61	-0-
03/31/07	02/1/07 – 02/28/07	\$65,404.37	-0-	\$52,323.50	-0-
04/30/07	03/01/07 – 03/31/07	\$65,404.37	-0-	52,323.49	-0-
05/31/07	04/01/07 – 04/30/07	\$60,876.24	\$8,719.40	\$48,700.99	-0-
06/29/07	05/01/07 – 05/31/07	\$56,348.12	\$2,401.36	\$45,246.49	\$2,401.36
07/31/07 ³	06/01/07 – 06/30/07	\$56,014.47	\$10,209.32	Pending	-0-
08/31/07	07/01/07 – 07/31/07	\$19,871.26	-0-	Pending	-0-
09/28/07	08/01/07 – 08/31/07	\$19,871.26	-0-	Pending	-0-

PLEASE TAKE NOTICE that Jones Lang LaSalle Americas, Inc. (the “Applicant”) has today served this Notice of Statement of Monthly Interim Compensation and Expenses, for August 1, 2007 through August 31, 2007 (the “Monthly Statement”) pursuant to the First through Sixth Orders Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (collectively, the “Compensation Order”), by

² The Applicant filed its monthly statement for services rendered during January 2007 on February 28, 2007. Subsequently, on March 16, 2007, the Applicant filed an amended monthly statement for January, 2007, reflecting the Applicant’s adjustment of its rates of professional compensation for 2007, retroactive to January 1, 2007.

³ The Applicant submitted its monthly statement for services rendered during June 2007 on July 31, 2007. Subsequently, on September 5, 2007, the Applicant submitted an amended monthly statement for June, 2007, amended solely to include an exhibit detailing certain travel-related expenses. The Applicant received no objection to either the original monthly statement or the amended monthly statement.

which Applicant seeks (i) allowance of \$19,871.26 for services rendered from August 1, 2007 through August 31, 2007 (the “Statement Period”) and (ii) payment of interim compensation for the Statement Period in the amount of \$15,897.01, unless an objection to such compensation is timely interposed.

Delphi Corporation and its related debtor entities (collectively, the “Debtors”) previously retained the Applicant as Real Estate Administrative and Transaction Services Provider to the Debtors, pursuant to that certain Real Estate Services Agreement between Delphi Automotive Systems LLC and Jones Lang LaSalle Americas, Inc., dated September 2, 2005, as amended by that certain First Amendment to Real Estate Services Agreement dated November 9, 2005 (the “Engagement Agreement”). The Debtors’ employment of the Applicant was approved by the Court on December 1, 2005, retroactive to November 3, 2005.

Subsequently, the Debtors provided notice to the applicant of their intention to terminate the Equipment Agreement. In connection therewith, the Debtors requested that the Applicant enter into a consulting agreement, pursuant to which the Applicant would continue to provide lease administration and transaction management services on a more limited geographic scope. The Debtor and the Applicant have entered into a Consulting Agreement (the “Consulting Agreement”) that contemplates that the Applicant shall provide the dedicated services of two of the Applicant’s professionals and shall maintain the Delphi+ Lease Administration database. The Applicant is informed that the Debtors will shortly file a Supplemental Application for Order under 11 U.S.C. §§ 327(a) and 328 and Fed. R. Bankr. P 2014(a) modifying the scope of Employment and Retention of Jones Lang LaSalle Americas, Inc., as Real Estate Administrative and Transaction Services Provider to the Debtors (the “Supplemental Application”) seeking to modify the scope of the Applicant’s retention, retroactive to July 1, 2007.

As contemplated by the Consulting Agreement, the Applicant has dedicated 100% of two of the Applicant's professionals' time to assist the Debtors with respect to real estate transactions, including lease renewals, new space acquisitions and building and lease dispositions. As set forth in the Consulting Agreement, Applicant is entitled to compensation for the monthly services rendered by Brian Collins, as Transaction Manager, and Janice Lannoo, as Lease Analyst, in the respective monthly amounts of \$12,031.88 and \$6,339.38. Both Mr. Collins and Ms. Lannoo are stationed at the Debtors' headquarters in Troy, Michigan.

As contemplated by the Consulting Agreement, Mr. Collins provided general transaction management services to the Debtors during the Statement Period, providing support to the Debtors' Operations Support Group and corporate real estate organization and additional real estate related activities and services as directed by the Debtors. During the Statement Period Ms. Lannoo provided lease administration services to the Debtors relating to the Debtors' various leasehold interests in real property throughout the United States, providing rent analysis, client/vendor/landlord relationship management, rent payment processing, data entry and management of lease documents and other administrative services as directed by the Debtors. The detailed amount of compensation to which Applicant is entitled for services rendered during the Statement Period for its Transaction Services Account Personnel and Administrative Services Account Personnel dedicated exclusively to assist the Debtors is set forth in the invoices attached hereto as **Exhibit A**.

In addition, as contemplated by the Consulting Agreement, Applicant has continued to maintain the Delphi+ Lease Administration System database, for which the Applicant is entitled to receive an additional monthly fee of \$1,500.00. An invoice for this fee is attached as **Exhibit B**.

PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Statement, if any, must be served upon the undersigned counsel on or before October 15, 2007 (the "Objection Deadline").

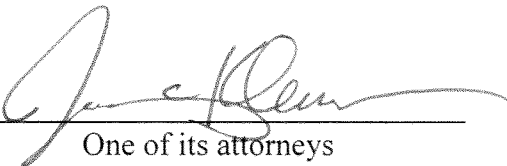
PLEASE TAKE FURTHER NOTICE that you must also serve a copy of any such response or objection upon the Notice Parties identified in the Compensation Order so as to be received by the Notice Parties on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, so long as no objection has been served in the time and manner required in this notice, the Debtors shall pay to the Applicant an amount equal to the lesser of (i) 80% of the fees and 100% of the expenses for which reimbursement is requested in this Monthly Statement, or (ii) 80% percent of the fees and 100% of the expenses for which reimbursement is requested not subject to an objection. All fees and expenses in this Monthly Statement will be included in the next interim application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and may be subject to objection at such time.

PLEASE TAKE FURTHER NOTICE that Applicant reserves the right to correct, supplement or amend this request for interim compensation until a final application is filed.

Dated: September 28, 2007

JONES LANG LASALLE AMERICAS, INC.

By: 
One of its attorneys

Joseph D. Frank (IL ARDC # 6216085)
Jeremy C. Kleinman (IL ARDC # 6270080)
FRANK/GECKER LLP
325 North LaSalle Street, Suite 625
Chicago, Illinois 60610
(312) 276-1400 – telephone
(312) 276-0035 – facsimile

EXHIBIT A



Jones Lang LaSalle Americas, Inc.
Attn: Jennifer Gannaban
33845 Treasury Center
Chicago, IL 60694-1700
(312) 228-2838

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attention: Mark Kamischke

Date: September 24, 2007

Invoice No. **17803**

Services of:

Janice Lanoo / Troy, MI :	August 1, 2007- August 31, 2007	\$	6,339.38
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Amount Currently Due and Payable: \$ 6,339.38

Make check payable to **Jones Lang LaSalle Americas, Inc.**

Mail to: Jones Lang LaSalle Americas, Inc.
33845 Treasury Center
Chicago, IL 60694-3800

If you have any questions regarding this invoice please contact **Jennifer Gannaban 312-228-2719**



*Jones Lang LaSalle Americas, Inc.
Attn: Jennifer Gannaban
33845 Treasury Center
Chicago, IL 60694-1700
(312) 228-2838*

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attention: Mark Kamischke

Date: September 24, 2007

Invoice No. **17804**

Services of:

Brian Collins / Detroit, MI :	August 1, 2007- August 31, 2007	\$	12,031.88
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Amount Currently Due and Payable: \$ 12,031.88

Make check payable to **Jones Lang LaSalle Americas, Inc.**

Mail to: Jones Lang LaSalle Americas, Inc.
33845 Treasury Center
Chicago, IL 60694-3800

If you have any questions regarding this invoice please contact **Jennifer Gannaban 312-228-2719**

EXHIBIT B



*Jones Lang LaSalle Americas, Inc.
Attn: Jennifer Gannaban
33845 Treasury Center
Chicago, IL 60694-1700
(312) 228-2838*

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attention: Mark Kamischke

Date: September 24, 2007

Invoice No. **17802**

Fee:

Delphi + Lease Administration Fee	August 1, 2007- August 31, 2007	\$ 1,500.00
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Amount Currently Due and Payable: \$ 1,500.00

Make check payable to **Jones Lang LaSalle Americas, Inc.**

Mail to: Jones Lang LaSalle Americas, Inc.
33845 Treasury Center
Chicago, IL 60694-3800

If you have any questions regarding this invoice please contact **Jennifer Gannaban 312-228-2719**

CERTIFICATE OF SERVICE

I, Jeremy C. Kleinman, an attorney, hereby certify that on September 28, 2007, I caused the attached **Statement of Monthly Interim Compensation and Reimbursement of Expenses** to be served by electronic mail or Federal Express overnight delivery, as indicated, on the parties listed below:

Via Electronic Mail

David M. Sherbin
Vice President and General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098
david.sherbin@delphi.com

Via Federal Express

Skadden, Arps, Meagher & Flom LLP
333 West Wacker Drive
Suite 2100
Chicago, Illinois 60606
Att'n: John Wm. Butler, Jr.

Via Electronic Mail

John D. Sheehan
Vice President and
Chief Restructuring Officer
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098
john.sheehan@delphi.com

Via Electronic Mail

Valerie Venable
Credit Manager
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9931 Kincey Avenue
Huntersville, North Carolina 28078
valerie.venable@ge.com

Via Electronic Mail

Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, Suite 2100
New York, New York 10004
Att'n: Alicia M. Leonhard
alicia.m.leonhard@usdoj.gov

Via Federal Express

Latham & Watkins LLP
885 Third Avenue
New York, New York 10017
Att'n: Robert J. Rosenberg

Via Federal Express

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New York, New York 10017
Att'n: Marissa Wesley

Via Federal Express

Davis Polk & Wardwell
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